

THE COMPANY IS NOT PROVIDING ANY PHYSICAL MATERIAL FOR MAILING. THUS, NO MAILING WILL BE MADE TO HOLDERS. WE URGE YOU TO CONTACT YOUR CLIENTS. IF YOU WISH TO RECEIVE AN ELECTRONIC COPY OF THE DOCUMENTS, PLEASE VISIT:

[HTTPS://PROJECTS.SODALI.COM/COUNTRYGARDEN](https://projects.sodali.com/countrygarden)

+THE BELOW TERMS ARE NOT A FULL REPRESENTATION OF THE OFFER TERMS. FOR FULL DETAILS WE STRONGLY ENCOURAGE HOLDERS TO REVIEW THE OFFERING DOCUMENT.

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+++++PLEASE REVIEW THE PROCESSING OF THIS EVENT CAREFULLY+++++

IN ADDITION TO YOUR ELECTRONIC INSTRUCTION A HOLDER MUST ALSO RETURN THE REQUIRED ACCOUNT HOLDER LETTER ('AHL'), TO PERSHING. PERSHING WILL COMPLETE PART 1 SECTION 2 AND SECTION 4, AND THEN SUBMIT THE AHL TO THE AGENT, ON BEHALF OF THE PARTICIPATING HOLDER. ONCE PERSHING RECEIVES AN ELECTRONIC INSTRUCTION, PERSHING WILL SEND A SERVICE CENTER WITH THE ACCOUNT HOLDER LETTER. THE REQUIRED AHL MUST BE COMPLETED AND RETURNED TO PERSHING BEFORE CUTOFF VIA THE FOLLOWING PATH: CORPORATE ACTIONS, VOLUNTARY OFFER, EXPIRING.

+++++ANY ELECTRONIC INSTRUCTIONS RECEIVED WITHOUT AN ACCOMPANYING AHL MAY BE DEEMED NULL AND VOID+++++

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MINIMUM DENOMINATION: ELECTIONS MAY BE MADE IN MINIMUM DENOMINATIONS OF USD 1,000 AND INTEGRAL MULTIPLES OF USD 1,000 IN EXCESS THEREOF.

+PURPOSE OF THE SCHEME: AMONGST OTHER THINGS, TO STRENGTHEN AND RIGHT-SIZE THE OFFSHORE ASSETS AND LIABILITIES OF THE GROUP AS REFLECTED IN THE CONSOLIDATED ACCOUNTS OF THE COMPANY BY REDUCING OFFSHORE INDEBTEDNESS BY AN AGGREGATE AMOUNT OF MORE THAN USD 10 BILLION. THIS EXERCISE WILL ENABLE EACH MEMBER OF THE GROUP (AFTER THE FC DISPOSAL) TO SATISFY ALL REMAINING OFFSHORE INDEBTEDNESS AND OTHER LIABILITIES IN ORDER TO CONTINUE TO TRADE ON A GOING-CONCERN. SCHEME MEETING (CLASS 1): TO BE HELD AT 18:00 HONG KONG TIME ON 11/05/25. SCHEME MEETING (CLASS 2): TO BE HELD AT 20:00 HONG KONG TIME ON 11/05/25.

+THE SCHEME CAN ONLY BECOME EFFECTIVE AND LEGALLY BINDING WHEN (I) APPROVED BY A MAJORITY IN NUMBER OF SCHEME CREDITORS REPRESENTING NO LESS THAN 75 PERCENT IN VALUE OF THE SCHEME CLAIMS OWNED OR HELD BY THE SCHEME CREDITORS WHO ARE PRESENT IN PERSON OR BY PROXY AND VOTING AT EACH OF THE SCHEME MEETINGS CONVENED TO CONSIDER AND, IF THOUGHT FIT,

APPROVE THE SCHEME, (II) APPROVED BY THE COURT MAKING AN ORDER SANCTIONING THE SCHEME AND (III) THE SEALED COPY OF THE ORDER SANCTIONING THE SCHEME IS FILED WITH THE HONG KONG REGISTRAR COMPANIES.

+SCHEME CLAIMS: IN TERMS OF THE DEBT UNDER THE SCHEME, RELEVANT DEBT INSTRUMENTS ARE SEPARATED IN TWO CLASSES. SCHEME CLAIMS (CLASS 1) AND SCHEME CLAIMS (CLASS 2). SCHEME CLAIMS (CLASS 1) - ANY LIABILITY ARISING UNDER OR RELATED TO ANY EXISTING SYNDICATED LOANS, WHETHER BEFORE, AT OR AFTER THE RECORD DATE, INCLUDING ANY INTEREST OR DEFAULT INTEREST. SCHEME CLAIMS (CLASS 2) - ANY LIABILITY ARISING UNDER OR RELATED TO (I) THE ICBC LOAN, (II) THE EVER CREDIT BILATERAL LOAN, (III) THE EXISTING LOANS (ONSHORE CREDIT SUPPORT) AND (IV) THE EXISTING NOTES, WHETHER BEFORE, AT OR AFTER THE RECORD DATE, INCLUDING ANY INTEREST OR DEFAULT INTEREST.

+RESTRUCTURING EFFECTIVE DATE: THE DATE TO BE SPECIFIED BY THE COMPANY IN COMPLETION NOTICE DELIVERED TO EACH SCHEME CREDITOR PURSUANT TO THE TERMS OF THE SCHEME. LONGSTOP DATE: 03/31/2026.

++ENTITLEMENTS:

+SCHEME CONSIDERATION ENTITLEMENT: SCHEME CREDITORS CAN ELECT EITHER ONE OR A COMBINATION OF THE FOLLOWING OPTIONS WITHIN THE ACCOUNT HOLDER LETTER (THE SUM OF PERCENTAGES INDICATED FOR ALL OPTIONS MUST BE EQUAL TO 100 PCT)

OPTION 1: SCHEME CREDITOR MAY TENDER ITS CLAIM (UP TO A MAXIMUM OFFER PRICE OF USD 100 FOR EVERY USD 1,000) FOR REDEMPTION BY THE COMPANY IN CASH.

OPTION 2: ZERO-COUPON MANDATORY CONVERTIBLE BONDS WITH A MATURITY DATE OF 12/31/2031, WHICH MAY BE CONVERTED INTO ORDINARY SHARES OF THE COMPANY.

OPTION 3A/3B: (I) ZERO-COUPON MANDATORY CONVERTIBLE BONDS WITH A MATURITY DATE OF 12/31/31, WHICH MAY BE CONVERTED INTO ORDINARY SHARES OF THE COMPANY, AND (II) MEDIUM-TERM DEBT INSTRUMENTS WITH A 2.0 PER CENT P.A. COUPON RATE AND A MATURITY DATE OF 12/31/34.

OPTION 5A/5B: LONG-TERM DEBT INSTRUMENTS WITH A 1 PERCENT P.A. COUPON RATE AND A MATURITY DATE OF 12/31/36.

+CONTINGENT VALUE RIGHT (CVR): AN INSTRUMENT THAT ENABLES HOLDERS OF THE MTN, MTL, LTN, LTL AND SCA LOAN TO SHARE IN ANY CASH REALISATION WHICH THE CONTROLLING SHAREHOLDER MAY REALISE FROM THE ONWARD DISPOSAL OF THE FOREST CITY PROJECT. PLEASE REFER TO THE OFFER DOCUMENT FOR FULL DETAILS.

+RSA FEE: PAYABLE ON RED TO THOSE THAT VALIDLY ACCEDED TO THE RSA BEFORE

THE RELEVANT DEADLINE AND VOTED IN FAVOUR OF THE SCHEME. PLEASE REFER TO THE EXPLANTORY STATEMENT FOR FULL DETAILS ON ENTITLEMENTS.

++OPTION 2, OPTION 3A/3B AND OPTION 5A/5B ARE EACH SUBJECT TO A CAP TO WHICH ALL SCHEME CREDITOR CLAIMS ARE SUBJECT++

PLEASE BE ADVISED THAT THE FINAL ENTITLEMENT IS DEPENDENT ON YOUR ELECTIONS

++FOR DETAILS ON THE CALCULATION METHOD AND THE MINIMUM AMOUNT TO RECEIVE, PLEASE REFER TO THE OFER DOCUMENTATION.++

+ANY ACCRUED AND UNPAID INTEREST WILL BE WAIVED UPON APPROVAL OF THE SCHEME

+ANY SCHEME CREDITOR WHO DIDNT NOT PARTICIPATE IN THE SCHEME OF ARRANGEMENT SHALL HAVE ITS SCHEME CLAIMS RELEASED IN ACCORDANCE WITH THE TERMS IN THE DOCUMENTATION.

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TO PARTICIPATE IN THE SCHEME AND RECEIVE SCHEME CONSIDERATION, PLEASE SELECT 'POSITIONS' UNDER THE EXCHANGE OFFER AND THEN 'OPTION 1'.

++++++ANY ELECTRONIC INSTRUCTIONS RECEIVED WITHOUT AN ACCOMPANYING AHL MAY BE DEEMED NULL AND

VOID+++++